

EXHIBIT 10

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CERTIFICATE OF INCORPORATION

WALL STREET GLOBAL TRAINING CENTER, INC.

Under Section 402 of the Not-For-Profit Corporation Law.

The Undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Not-For-Profit Corporation Law State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is WALL STREET GLOBAL TRAINING CENTER, INC.

SECOND: The corporation is a corporation as defined in subparagraph (a) (5) of Section 102 (Definitions) of the Not-For-Profit Corporation Law.

THIRD: The purpose or purposes for which the corporation is formed are as follows:

To create, form and establish an organization to provide career development skills to immigrants and other professionals; to teach vocational skills necessary to secure employment; to offer job training seminars; to provide career development skills to persons who are in need of employment, career development and better skills to serve the US society and other less developed areas; to hold, conduct and organize public meetings and discussions on various subjects and topics relative to the current job market and job search techniques such as networking and resume preparation; to encourage interest, awareness and understanding among potential employers and the general public with reference to the newly unemployed; to aid, assist, cooperate, co-sponsor and otherwise engage in concerted action with private and governmental agencies, organizations and institutions on all programs designed, calculated and dedicated to the support of individuals seeking employment. Nothing herein shall authorize the corporation to operate or maintain a charter school, a nursery school, an elementary school, a secondary school, a college, university or to advertise or offer credit bearing courses or degrees in New York State.

FOURTH: In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in Section 202 of the Not-For-Profit Corporation Law, together with the power to solicit grants and contributions for the corporate purposes. To accept, hold, invest, reinvest and administer any gifts, bequests, devises, benefits of trusts (but not to act as trustee of any trust), and property of any sort without limitation as to amount or value and to use, disburse or donate the income or principal thereof exclusively for charitable purposes; to receive, establish, and maintain a fund or funds of real or personal property, or both, and subject to any restrictions and limitations

hereinafter set forth, to use and apply the whole or any part of the income therefrom and principal thereof exclusively for charitable, scientific, and benevolent purposes either directly or by funding programs or projects that accomplish such charitable and benevolent purposes.

Nothing herein shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in the Not-For-Profit Corporation Law, Section 404(a)-(v), excluding (d).

FIFTH: The corporation shall be a Type B corporation pursuant to Section 201 of the Not-For-Profit Corporation Law.

SIXTH: The names and addresses of the initial directors of the corporation are as follows:

Vincent Tianquan Mo
72 Wall Street
11th Floor
New York, New York 10005

Quan Zhou
72 Wall Street
11th Floor
New York, New York 10005

Shan Li
72 Wall Street
11th Floor
New York, New York 10005

SEVENTH: Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

EIGHTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof.

NINTH: No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

TENTH: Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ELEVENTH: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

TWELFTH: The office of the corporation is to be located in the county of New York.

THIRTEENTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is:

Vincent Tianquan Mo
72 Wall Street
11th Floor
New York, New York 10005

IN WITNESS WHEREOF, this certificate has been subscribed to this 29th day of March, 2011 by the undersigned who affirms that the statements made herein are true under penalties of perjury.

Lawrence A. Kirsch

LAWRENCE A. KIRSCH,
INCORPORATOR
90 State Street
Albany, New York 12207

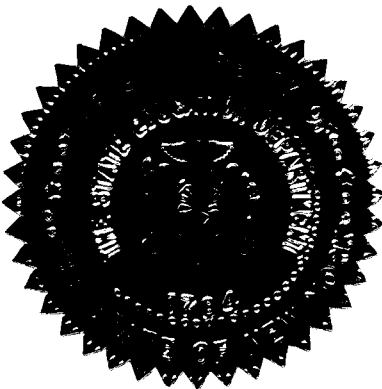
STATE OF NEW YORK
THE STATE EDUCATION DEPARTMENT
Albany, New York

**CONSENT TO FILING WITH THE DEPARTMENT OF STATE
(General Use)**

Consent is hereby given to the filing of the annexed certificate of incorporation
of WALL STREET GLOBAL TRAINING CENTER, INC.,
[name of entity]

pursuant to the applicable provisions of the Education Law, the Not-for-Profit Corporation Law,
the Business Corporation Law, the Limited Liability Company Law or any other applicable
statute.

This consent is issued solely for purposes of filing the annexed document by the
Department of State and shall not be construed as approval by the Board of Regents, the
Commissioner of Education or the State Education Department of the purposes or objects of such
entity, nor shall it be construed as giving the officers or agents of such entity the right to use the
name of the Board of Regents, the Commissioner of Education, the University of the State of
New York or the State Education Department in its publications or advertising matter.



IN WITNESS WHEREOF this instrument is
executed and the seal of the State Education
Department is affixed.

DAVID M. STEINER
Commissioner of Education

By: Kathleen Marinelli
Kathleen Marinelli

Commissioner's authorized designee

4/22/11
Date

**THIS DOCUMENT IS NOT VALID WITHOUT THE SIGNATURE OF THE
COMMISSIONER'S AUTHORIZED DESIGNEE AND THE OFFICIAL SEAL OF THE
STATE EDUCATION DEPARTMENT.**

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CERTIFICATE OF INCORPORATION

OF

WALL STREET GLOBAL TRAINING CENTER, INC.

RECEIVED

2011 MAY -5 PM 3:15

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED

MAY -6 2011

TAX \$ _____

BY: Be

Typed
Be

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Filed by:

Thomas T. Hecht, P.C.
1270 Avenue of the Americas
Second Floor
New York, New York 10020

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